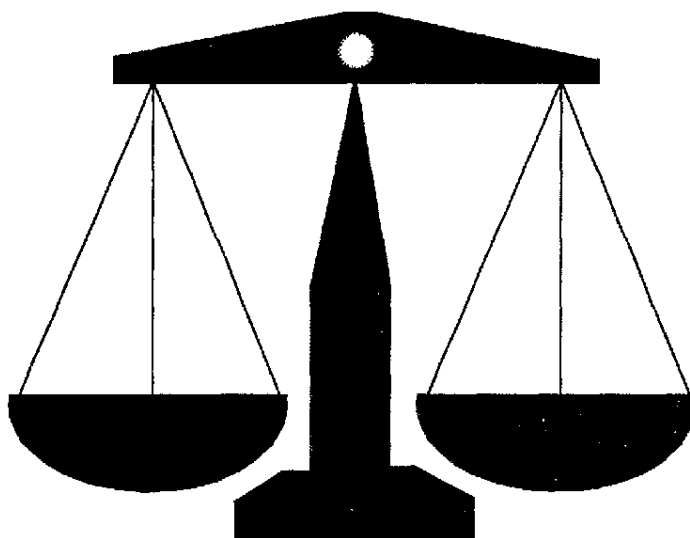


Marlboro Van Program

INVENTORY MEETING



June 11, 1997

2070826323

EXHIBIT ONE

INVENTORY PROJECTION

Total Events	3,549
Estimated 1997 Events	28,500
% of Total Estimated Events	12.45%
Avg. Store CPW	169

<u>ITEM</u>	<u>YTD TOTAL</u>	<u>DAILY AVG.</u>	<u>PROG. EST.</u>	<u># AVAIL</u>	<u>BALANCE</u>
<u>Two Pack (36.6%)</u>					
Djeep Lighters	31,425	8.85	252,410	392,400	139,990
Keychains	28,928	8.15	232,353	168,000	(64,353)
	-----	-----	-----	-----	-----
	60,353	17.00	484,763	560,400	75,637
<u>Three Pack (14.1%)</u>					
Water Bottle	10,755	3.03	86,385	227,520	141,135
Cap	12,418	3.50	99,743	229,632	129,889
	-----	-----	-----	-----	-----
	23,173	6.53	186,128	457,152	271,024
<u>Five Pack (38.3%)</u>					
T-shirts	26,721	7.53	214,626	339,552	124,926
Cooler Bags	36,448	10.27	292,755	224,000	(68,755)
	-----	-----	-----	-----	-----
	63,169	17.80	507,381	563,552	56,171
<u>One Carton (11.0%)</u>					
CD Case	18,202	5.13	146,200	175,020	28,820
TOTALS	164,897	46.46	1,324,472	1,756,124	431,652

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EXHIBIT TWO

INVENTORY PROJECTION

(based on remainder of program averaging 61.6 incentives/day)

Estimated 1997 Events
Avg. Store CPW28,500
Estimated Average of 224

<u>ITEM</u>	<u>DAILY AVG.</u>	<u>PROG. EST.</u>	<u># AVAIL</u>	<u>BALANCE</u>
<u>Two Pack (36.6%)</u>				
Djeep Lighters	11.73	334,305	392,400	58,095
Keychains	10.80	307,800	168,000	(139,800)
	-----	-----	-----	-----
	22.53	642,105	560,400	(81,705)
<u>Three Pack (14.1%)</u>				
Water Bottle	4.02	114,570	227,520	112,950
Cap	4.64	132,240	229,632	97,392
	-----	-----	-----	-----
	8.66	246,810	457,152	210,342
<u>Five Pack (38.3%)</u>				
T-shirts	9.98	284,430	339,552	55,122
Cooler Bags	13.62	388,170	224,000	(164,170)
	-----	-----	-----	-----
	23.60	672,600	563,552	(109,048)
<u>One Carton (11.0%)</u>				
CD Case	6.80	193,800	175,020	(18,780)
TOTALS	61.60	1,755,315	1,756,124	809

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INCENTIVE COMPARISON

	1995 PROGRAM			1997 PROGRAM		
ITEM	# DISTR.	% CAT.	% TOT.	# DISTR.	% CAT.	% TOT.
2 Pack	520,660	41.6	28.4	642,105	41.1	36.6
3 Pack	310,280	24.8	16.9	246,810	15.8	14.1
5 Pack	419,938	33.6	22.9	672,600	43.1	38.3
	-----	-----	-----	-----	-----	-----
TOTAL	1,250,878	100	68.2	1,561,515	100	89.0
1 Carton	343,100	58.8	18.7	193,800	100	11.0
2 Carton	240,827	41.2	13.1	0	0	0
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TOTAL	583,927	100	31.8	193,800	100	11.0
TOTALS	1,834,805		100	1,755,315		100

DISTR. Number of items in each category that were or are expected to be distributed.

% CAT. Percentage of items distributed in the category (pack or carton incentives).

% TOT> Percentage of items distributed in total (pack plus carton incentives)

Note: 1995 distribution totals were taken from National Summary Report dated 10/17/95.

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